

Before the
UNITED STATES COPYRIGHT ROYALTY JUDGES
Washington, D.C.

In re

**Determination of Rates and Terms for
Digital Performance of Sound Recordings
and Making of Ephemeral Copies to
Facilitate those Performances (*Web V*)**

Docket No. 19-CRB-0005-WR
(2021-2025)

**DECLARATION OF DAVID A. HANDZO REGARDING RESTRICTED
INFORMATION IN SOUNDEXCHANGE’S REPLY TO GOOGLE’S PROPOSED
FINDINGS OF FACT AND CONCLUSIONS OF LAW**

1. I am counsel for SoundExchange, Inc., the American Federation of Musicians of the United States and Canada, the Screen Actors Guild and American Federation of Television and Radio Artists, the American Association of Independent Music, Universal Music Group, Sony Music Entertainment, Warner Music Group, and Jagjaguwar Inc. (collectively, “SoundExchange”) in Docket No. 19-CRB-0005-WR (2021-2025). I respectfully submit this declaration to comply with the June 24, 2019 Protective Order, which directs the participants to redact proposed restricted material and submit a declaration signed under penalty of perjury listing a description of all materials marked with the “Restricted” stamp and the basis for the designation. I am authorized by SoundExchange to submit this declaration on its behalf.

2. I have reviewed SoundExchange’s Replies to Google’s Proposed Findings of Fact and Conclusions of Law (“SoundExchange’s filing”), submitted October 28, 2020. I also have reviewed the definitions and terms provided in the Protective Order. After consultation with my clients, I have determined that portions of SoundExchange’s filing contain information that is “Protected Material” as defined by the Protective Order and that should be treated as “confidential

information” under 17 U.S.C § 803(c)(5). The Protected Material is shaded or otherwise labeled in the restricted version of SoundExchange’s filed materials, and is further described below.

3. The Protected Material that SoundExchange is submitting includes, among other things, confidential testimony and exhibits related to or constituting (a) contracts or contract terms that are proprietary, not available to the public, commercially sensitive, and/or subject to express confidentiality obligations in agreements with third parties; (b) internal commercial information, financial data and projections, and commercial strategy that are proprietary, not available to the public, and commercially sensitive; and (c) information produced by the participants (“Producing Participants”) in this proceeding and marked as restricted by them.

4. The public disclosure of the Protected Material that SoundExchange is submitting would be likely to cause significant harm. The disclosure would either result in a competitive disadvantage to the Producing Participant, provide a competitive advantage to another Participant or entity, or interfere with the ability of the Producing Participant to obtain like information from other Participants or entities in the future. Accordingly, public disclosure of this information would place the Producing Participants, as well as various business partners and entities whose interests are represented by the Producing Participants, at a significant commercial disadvantage, and pose serious risk to their business interests and strategies.

6. As a result, SoundExchange respectfully submits that this information can and should be treated as “Protected Material.” Such protection will prevent commercial and competitive harm that would result from disclosure and enable SoundExchange to provide the Copyright Royalty Judges with the most complete record possible on which to base its determination in this proceeding.

Pursuant to 28 U.S.C. § 1746 and 37 C.F.R. § 350.4(e)(1), I declare under the penalty of perjury that, to the best of my knowledge, information and belief, the foregoing is true and correct.

Dated: October 28, 2020

Respectfully submitted,

By: /s/ David A. Handzo

David A. Handzo

(D.C. Bar No. 384023)

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Proof of Delivery

I hereby certify that on Wednesday, October 28, 2020, I provided a true and correct copy of the DECLARATION OF DAVID A. HANDZO REGARDING RESTRICTED INFORMATION IN SOUNDEXCHANGE'S REPLY TO GOOGLE'S PROPOSED FINDINGS OF FACT AND CONCLUSIONS OF LAW to the following:

National Association of Broadcasters, represented by Sarang V Damle, served via ESERVICE at sy.damle@lw.com

Educational Media Foundation, represented by David Oxenford, served via ESERVICE at doxenford@wbklaw.com

Google Inc., represented by Kenneth L Steinthal, served via ESERVICE at ksteinthal@kslaw.com

Pandora Media, LLC, represented by Benjamin E. Marks, served via ESERVICE at benjamin.marks@weil.com

National Religious Broadcasters Noncommercial Music License Committee, represented by Karyn K Ablin, served via ESERVICE at ablin@fhhlaw.com

Sirius XM Radio Inc., represented by Benjamin E. Marks, served via ESERVICE at benjamin.marks@weil.com

Signed: /s/ David A. Handzo